

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

| | | |
|------------------------|---|-------------------|
| In re: | § | Case No. 13-32527 |
| | § | |
| TIMEGATE STUDIOS, INC. | § | |
| | § | |
| | § | |
| Debtor(s) | § | |

**CHAPTER 7 TRUSTEE'S FINAL ACCOUNT AND DISTRIBUTION REPORT
CERTIFICATION THAT THE ESTATE HAS BEEN FULLY ADMINISTERED
AND APPLICATION TO BE DISCHARGED (TDR)**

Rodney D. Tow, chapter 7 trustee, submits this Final Account, Certification that the Estate has been Fully Administered and Application to be Discharged.

1) All funds on hand have been distributed in accordance with the Trustee's Final Report and, if applicable, any order of the Court modifying the Final Report. The case is fully administered and all assets and funds which have come under the trustee's control in this case have been properly accounted for as provided by law. The trustee hereby requests to be discharged from further duties as a trustee.

2) A summary of assets abandoned, assets exempt, total distributions to claimants, claims discharged without payment, and expenses of administration is provided below:

| | | | |
|---|------------------|--|--------|
| Assets Abandoned: | \$0.00 | Assets Exempt: | NA |
| <i>(without deducting any secured claims)</i> | | | |
| Total Distributions to Claimants: | \$903,696.68 | Claims Discharged Without Payment: | NA |
| Total Expenses of Administration: | \$613,492.83 | | |

3) Total gross receipts of \$1,521,610.97 (see **Exhibit 1**), minus funds paid to the debtor(s) and third parties of \$4,421.46 (see **Exhibit 2**), yielded net receipts of \$1,517,189.51 from the liquidation of the property of the estate, which was distributed as follows:

| | CLAIMS SCHEDULED | CLAIMS ASSERTED | CLAIMS ALLOWED | CLAIMS PAID |
|---|-----------------------------|----------------------------|---------------------------|------------------------|
| Secured Claims (from Exhibit 3) | \$0.00 | \$6,010.76 | \$6,010.76 | \$6,010.76 |
| Priority Claims: | | | | |
| Chapter 7 Admin. Fees and Charges (from Exhibit 4) | NA | \$613,492.83 | \$613,492.83 | \$613,492.83 |
| Prior Chapter Admin. Fees and Charges (from Exhibit 5) | NA | \$0.00 | \$0.00 | \$0.00 |
| Priority Unsecured Claims (From Exhibit 6) | \$0.00 | \$100,496.03 | \$42,630.24 | \$42,630.25 |
| General Unsecured Claims (from Exhibit 7) | \$0.00 | \$10,199,511.34 | \$10,183,016.34 | \$855,055.67 |
| Total Disbursements | \$0.00 | \$10,919,510.96 | \$10,845,150.17 | \$1,517,189.51 |

4). This case was originally filed under chapter 11 on 05/01/2013. The case was converted to one under Chapter 7 on 05/09/2013. The case was pending for 81 months.

5). All estate bank statements, deposit slips, and canceled checks have been submitted to the United States Trustee.

6). An individual estate property record and report showing the final accounting of the assets of the estate is attached as **Exhibit 8**. The cash receipts and disbursements records for each estate bank account, showing the final accounting of the receipts and disbursements of estate funds is attached as **Exhibit 9**.

Pursuant to Fed R Bank P 5009, I hereby certify, under penalty of perjury, that the foregoing report is true and correct.

Dated: 02/07/2020

By: /s/ Rodney D. Tow
Trustee

STATEMENT: This Uniform Form is associated with an open bankruptcy case, therefore, Paperwork Reduction Act exemption 5 C.F.R. § 1320.4(a)(2) applies.

**EXHIBITS TO
FINAL ACCOUNT**

EXHIBIT 1 – GROSS RECEIPTS

| DESCRIPTION | UNIFORM TRAN. CODE | AMOUNT RECEIVED |
|---|-----------------------|-----------------------|
| AR- Texas Film Commission | 1121-000 | \$364,713.19 |
| Electronic Arts | 1121-000 | \$102.26 |
| Sony Computer Entertainment (USA) | 1121-000 | \$40,020.61 |
| Valve Corporation | 1121-000 | \$72,169.50 |
| Bank of America Account No. XXXX 0019 | 1129-000 | \$225,486.62 |
| Liberty Mutual Fire Insurance Co- Property | 1129-000 | \$101.62 |
| Office equipment, furnishings, and supplies | 1129-000 | \$7,000.00 |
| Patents, Copyrights and other intellectual property Kohan: Ahriman's Gift, Kohan II: Kings of War, Kohan: Immortal Sover | 1129-000 | \$166,588.98 |
| Prepaid operating contracts | 1129-000 | \$24,339.13 |
| Premium Funds Collected by ADP | 1229-000 | \$6,589.06 |
| Remnant Assets | 1229-000 | \$5,000.00 |
| Return of Retainer from Haynes and Boone, LLP | 1229-000 | \$5,000.00 |
| ADVERSARY 15-3109 TOW VS. LIGHTMAKER USA, INC. | 1241-000 | \$600,000.00 |
| ADVERSARY NO. 15-3108 TOW VS. ARNIE | 1241-000 | \$4,500.00 |
| TOTAL GROSS RECEIPTS | | \$1,521,610.97 |

The Uniform Transaction Code is an accounting code assigned by the trustee for statistical reporting purposes.

EXHIBIT 2 – FUNDS PAID TO DEBTOR & THIRD PARTIES

| PAYEE | DESCRIPTION | UNIFORM TRAN. CODE | AMOUNT PAID |
|---|------------------------|--------------------------|-------------------|
| ATARI S.A. | Funds to Third Parties | 8500-002 | \$3,516.14 |
| Phillip Morales | Funds to Third Parties | 8500-002 | \$905.32 |
| TOTAL FUNDS PAID TO DEBTOR AND THIRD PARTIES | | | \$4,421.46 |

EXHIBIT 3 – SECURED CLAIMS

| CLAIM NUMBER | CLAIMANT | UNIFORM TRAN. CODE | CLAIMS SCHEDULED | CLAIMS ASSERTED | CLAIMS ALLOWED | CLAIMS PAID |
|-----------------|--|-----------------------|---------------------|--------------------|-------------------|----------------|
| 2 | Fort Bend County | 4800-000 | \$0.00 | \$834.59 | \$834.59 | \$834.59 |
| 4 | FORT BEND INDEPENDENT SCHOOL DISTRICT | 4800-000 | \$0.00 | \$1,521.17 | \$1,521.17 | \$1,521.17 |
| | Texas State Comptroller | 4800-000 | \$0.00 | \$3,655.00 | \$3,655.00 | \$3,655.00 |

| | | | | |
|-----------------------------|--------|------------|------------|------------|
| TOTAL SECURED CLAIMS | \$0.00 | \$6,010.76 | \$6,010.76 | \$6,010.76 |
|-----------------------------|--------|------------|------------|------------|

EXHIBIT 4 – CHAPTER 7 ADMINISTRATIVE FEES and CHARGES

| PAYEE | UNIFORM TRAN. CODE | CLAIMS SCHEDULED | CLAIMS ASSERTED | CLAIMS ALLOWED | CLAIMS PAID |
|--|-------------------------------|-----------------------------|----------------------------|---------------------------|------------------------|
| Rodney Tow, Trustee | 2100-000 | NA | \$68,765.69 | \$68,765.69 | \$68,765.69 |
| RODNEY TOW, Trustee, Trustee | 2200-000 | NA | \$570.63 | \$570.63 | \$570.63 |
| George Adams & Co. | 2300-000 | NA | \$547.87 | \$547.87 | \$547.87 |
| International Sureties | 2300-000 | NA | \$1,340.22 | \$1,340.22 | \$1,340.22 |
| Green Bank | 2600-000 | NA | \$30,444.00 | \$30,444.00 | \$30,444.00 |
| Independent Bank | 2600-000 | NA | \$1,606.70 | \$1,606.70 | \$1,606.70 |
| Integrity Bank | 2600-000 | NA | \$29,469.58 | \$29,469.58 | \$29,469.58 |
| United States Trustee | 2950-000 | NA | \$325.00 | \$325.00 | \$325.00 |
| Birthplace Management Group | 2990-000 | NA | \$1,435.05 | \$1,435.05 | \$1,435.05 |
| Nine Realms, Inc. | 2990-000 | NA | \$1,500.00 | \$1,500.00 | \$1,500.00 |
| Cooper & Scully, PC, Attorney for Trustee | 3210-000 | NA | \$200,000.00 | \$200,000.00 | \$200,000.00 |
| Jone Morris Klevenhagen LLP, Attorney for Trustee | 3210-000 | NA | \$148,237.00 | \$148,237.00 | \$148,237.00 |
| Matthew Borrer, Attorney for Trustee | 3210-000 | NA | \$787.50 | \$787.50 | \$787.50 |
| Cooper & Scully, PC, Attorney for Trustee | 3220-000 | NA | \$11,201.55 | \$11,201.55 | \$11,201.55 |
| Jone Morris Klevenhagen LLP, Attorney for Trustee | 3220-000 | NA | \$2,550.98 | \$2,550.98 | \$2,550.98 |
| Matthew Borrer, Attorney for Trustee | 3220-000 | NA | \$813.00 | \$813.00 | \$813.00 |
| WILLIAM G. WEST, Accountant for Trustee | 3410-000 | NA | \$62,982.00 | \$62,982.00 | \$62,982.00 |
| WILLIAM G. WEST, Accountant for Trustee | 3420-000 | NA | \$381.23 | \$381.23 | \$381.23 |
| Webster's Auction Palace, Auctioneer for Trustee | 3610-000 | NA | \$700.00 | \$700.00 | \$700.00 |
| 1/7/2015 #250, Consultant for Trustee | 3731-000 | NA | \$41,039.27 | \$41,039.27 | \$41,039.27 |
| 1/7/2015 #250, Consultant for Trustee | 3732-000 | NA | \$1,295.56 | \$1,295.56 | \$1,295.56 |
| Birthplace Management Group, Inc., Other Professional | 3992-000 | NA | \$7,500.00 | \$7,500.00 | \$7,500.00 |

| | | | | |
|--|----|--------------|--------------|--------------|
| TOTAL CHAPTER 7 ADMIN. FEES AND CHARGES | NA | \$613,492.83 | \$613,492.83 | \$613,492.83 |
|--|----|--------------|--------------|--------------|

EXHIBIT 5 – PRIOR CHAPTER ADMINISTRATIVE FEES and CHARGES

NONE

EXHIBIT 6 – PRIORITY UNSECURED CLAIMS

| CLAIM NUMBER | CLAIMANT | UNIFORM TRAN. CODE | CLAIMS SCHEDULED | CLAIMS ASSERTED | CLAIMS ALLOWED | CLAIMS PAID |
|---------------------|--|---------------------------|-------------------------|------------------------|-----------------------|--------------------|
| 7 | Joshua D. Mahan | 5300-000 | \$0.00 | \$4,187.50 | \$4,187.50 | \$2,569.02 |
| 8 | Amanda Stewart | 5300-000 | \$0.00 | \$4,442.34 | \$4,442.34 | \$2,725.37 |
| 9 | Jeffrey Rhodes Smith | 5300-000 | \$0.00 | \$7,572.62 | \$7,572.62 | \$4,645.81 |
| 10 | Jeffrey Rhodes Smith | 5300-000 | \$0.00 | \$7,572.62 | \$0.00 | \$0.00 |
| 11 | Denis R. Papp | 5300-000 | \$0.00 | \$12,475.00 | \$0.00 | \$0.00 |
| 12 | Ashley Boyer | 5300-000 | \$0.00 | \$5,333.34 | \$5,333.34 | \$3,272.00 |
| 13 | TimeGate Studios Savings Plan | 5400-000 | \$0.00 | \$4,827.24 | \$4,827.24 | \$0.00 |
| 14 | Comptroller of Public Accounts | 5800-000 | \$0.00 | \$27,818.17 | \$0.00 | \$0.00 |
| 15 | Adel Chaveleh | 5800-000 | \$0.00 | \$10,000.00 | \$0.00 | \$0.00 |
| 19 | Denis R Papp | 5300-000 | \$0.00 | \$12,475.00 | \$12,475.00 | \$7,653.41 |
| | US Bankruptcy Clerk | 5400-001 | \$0.00 | \$0.00 | \$0.00 | \$4,827.24 |
| | INTERNAL REVENUE SERVICE Federal Withholding (Employee) | 5300-000 | \$0.00 | \$0.00 | \$0.00 | \$10,543.36 |
| | INTERNAL REVENUE SERVICE Medicare (Employee) | 5300-000 | \$0.00 | \$0.00 | \$0.00 | \$493.15 |
| | INTERNAL REVENUE SERVICE Social Security (Employee) | 5300-000 | \$0.00 | \$0.00 | \$0.00 | \$2,108.68 |
| | INTERNAL REVENUE SERVICE Federal Unemployment (Employer) | 5800-000 | \$0.00 | \$272.09 | \$272.09 | \$272.09 |
| | INTERNAL REVENUE SERVICE | 5800-000 | \$0.00 | \$493.15 | \$493.15 | \$493.15 |

| | | | | | | |
|--|----------|--------|--------------|-------------|-------------|--|
| Medicare (Employer) | | | | | | |
| INTERNAL REVENUE SERVICE Social Security (Employer) | 5800-000 | \$0.00 | \$2,108.68 | \$2,108.68 | \$2,108.67 | |
| TEXAS EMPLOYMENT COMMISSION State Unemployment (Employer) | 5800-000 | \$0.00 | \$918.28 | \$918.28 | \$918.30 | |
| TOTAL PRIORITY UNSECURED CLAIMS | | \$0.00 | \$100,496.03 | \$42,630.24 | \$42,630.25 | |

EXHIBIT 7 – GENERAL UNSECURED CLAIMS

| CLAIM NUMBER | CLAIMANT | UNIFORM TRAN. CODE | CLAIMS SCHEDULED | CLAIMS ASSERTED | CLAIMS ALLOWED | CLAIMS PAID |
|---------------------------------------|---|-----------------------|---------------------|--------------------|-------------------|----------------|
| 1 | Internal Revenue Service | 7100-000 | \$0.00 | \$0.00 | \$0.00 | \$0.00 |
| 3 | Liberty Mutual Insurance Company | 7100-000 | \$0.00 | \$0.00 | \$0.00 | \$0.00 |
| 5 | CNH Diversified Opportunities Master Account, LP | 7100-000 | \$0.00 | \$9,986,538.90 | \$9,986,538.90 | \$838,601.52 |
| 6 | Epic Games, Inc. | 7100-000 | \$0.00 | \$195,000.00 | \$195,000.00 | \$16,374.77 |
| 11A | Denis R. Papp | 7100-000 | \$0.00 | \$16,495.00 | \$0.00 | \$0.00 |
| 16 | Metropolitan Life Insurance Company | 7100-000 | \$0.00 | \$945.28 | \$945.28 | \$0.00 |
| | US Bankruptcy Clerk (Claim No. 16; Metropolitan Life Insurance Company) | 7100-001 | \$0.00 | \$0.00 | \$0.00 | \$79.38 |
| 18 | ADP Inc | 7200-000 | \$0.00 | \$532.16 | \$532.16 | \$0.00 |
| TOTAL GENERAL UNSECURED CLAIMS | | | \$0.00 | \$10,199,511.3 | \$10,183,016.34 | \$855,055.67 |

FORM 1

INDIVIDUAL ESTATE PROPERTY RECORD AND REPORT

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Exhibit 8

ASSET CASES

Case No.: 13-32527-H4-7
Case Name: TIMEGATE STUDIOS, INC.
For the Period Ending: 2/7/2020

Trustee Name: Rodney Tow
Date Filed (f) or Converted (c): 05/09/2013 (c)
§341(a) Meeting Date: 05/31/2013
Claims Bar Date: 08/19/2013

| 1 | 2 | 3 | 4 | 5 | 6 |
|--|--|--|--|--|---|
| Asset Description (Scheduled and Unscheduled (u) Property) | Petition/ Unscheduled Value | Estimated Net Value (Value Determined by Trustee, Less Liens, Exemptions, and Other Costs) | Property Abandoned OA =§ 554(a) abandon. | Sales/Funds Received by the Estate | Asset Fully Administered (FA)/ Gross Value of Remaining Assets |
| Ref. # | | | | | |
| 1 | Bank of America Account No. XXXX 0019 | \$21,559.82 | \$224,368.09 | \$225,486.62 | FA |
| Asset Notes: Concentration Account | | | | | |
| 2 | Bank of America Account No. XXXX 0035 | \$0.00 | \$0.00 | \$0.00 | FA |
| Asset Notes: Payroll Account | | | | | |
| 3 | Bank of America Account No. XXXX 0022 | \$0.00 | \$0.00 | \$0.00 | FA |
| Asset Notes: Accounts Payable Account | | | | | |
| 4 | Axis Insurance Company- Professional Liability | Unknown | \$0.00 | \$0.00 | FA |
| 5 | Axis Insurance Company- General Liability | Unknown | \$0.00 | \$0.00 | FA |
| 6 | Axis Insurance Company- Technology Professional Errors and Omissions | Unknown | \$0.00 | \$0.00 | FA |
| 7 | Liberty Mutual Fire Insurance Co- Property | Unknown | \$101.62 | \$101.62 | FA |
| 8 | Digital River, Inc. | Unknown | \$0.00 | \$0.00 | FA |
| 9 | Patents, Copyrights and other intellectual property Kohan: Ahriman's Gift, Kohan II: Kings of War, Kohan: Immortal Sovereigns, Miminum, Prejudice | Unknown | \$158,455.24 | \$166,588.98 | FA |
| Asset Notes: 12/13/2013 #178, 11/01/2018 #306 | | | | | |
| 10 | Office equipment, furnishings, and supplies | \$25,000.00 | \$7,000.00 | \$7,000.00 | FA |
| 11 | Prepaid operating contracts | \$46,253.79 | \$24,339.13 | \$24,339.13 | FA |
| 12 | Premium Funds Collected by ADP (u) | \$0.00 | \$6,589.06 | \$6,589.06 | FA |
| 13 | Return of Retainer from Haynes and Boone, LLP (u) | \$0.00 | \$5,000.00 | \$5,000.00 | FA |
| 14 | Electronic Arts | Unknown | \$102.26 | \$102.26 | FA |
| 15 | Sony Computer Entertainment, (EU) | Unknown | \$0.00 | \$0.00 | FA |
| 16 | Sony Computer Entertainment (USA) | Unknown | \$40,020.61 | \$40,020.61 | FA |
| 17 | Valve Corporation | Unknown | \$72,169.50 | \$72,169.50 | FA |
| 18 | Microsoft Corporation | Unknown | \$0.00 | \$0.00 | FA |
| 19 | WB Games, Inc. | Unknown | \$0.00 | \$0.00 | FA |
| 20 | AR- Texas Film Commission | Unknown | \$364,713.19 | \$364,713.19 | FA |
| 21 | ADVERSARY NO. 15-3108 TOW VS. ARNIE (u) | \$0.00 | \$0.00 | \$4,500.00 | FA |
| Asset Notes: 7/23/2015 #259 | | | | | |

INDIVIDUAL ESTATE PROPERTY RECORD AND REPORT
ASSET CASES

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Exhibit 8

Case No.: 13-32527-H4-7
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For the Period Ending: 2/7/2020

Trustee Name: Rodney Tow
Date Filed (f) or Converted (c): 05/09/2013 (c)
§341(a) Meeting Date: 05/31/2013
Claims Bar Date: 08/19/2013

| 1 | 2 | 3 | 4 | 5 | 6 |
|--|-----------------------------------|--|--|--|---|
| Asset Description (Scheduled and Unscheduled (u) Property) | Petition/ Unscheduled Value | Estimated Net Value (Value Determined by Trustee, Less Liens, Exemptions, and Other Costs) | Property Abandoned OA =§ 554(a) abandon. | Sales/Funds Received by the Estate | Asset Fully Administered (FA)/ Gross Value of Remaining Assets |
| 22 ADVERSARY 15-3109 TOW VS. LIGHTMAKER USA, INC. (u) | \$0.00 | \$600,000.00 | | \$600,000.00 | FA |
| Asset Notes: DEFAULT JUDGMENT ENTERED 8/14/2015 #10 | | | | | |
| 23 Remnant Assets (u) | \$0.00 | \$5,000.00 | | \$5,000.00 | FA |
| Asset Notes: 2/13/2019 #317 | | | | | |

TOTALS (Excluding unknown value)\$92,813.61\$1,507,858.70\$1,521,610.97**Gross Value of Remaining Assets**\$0.00**Major Activities affecting case closing:**

12/11/2019 JW-FILED MOTION TO DEPOSIT UNCLAIMED FUNDS UNTO COURT'S REGISTRY
07/11/2019 JW-TRUSTEE'S TFR WAS FILED WITH THE COURT
05/31/2019 JW-ORDER APPROVING TRUSTEE'S ATTORNEY FEE WAS APPROVED
05/10/2019 JW-TRUSTEE'S ATTORNEY FILED HER FINAL FEE APPLICATION
04/26/2019 JW-SENT E-MAIL TO ERIN JONES REQUESTED SHE FILE HER FINAL FEE APPLICATION NO LATER THAN MAY 6
04/03/2019 JW-ACCOUNTANT FILED HIS FINAL FEE APPLICATION
02/13/2019 JW-ORDER GRANTING MOTION TO SELL REMNANT ASSETS WAS APPROVED
01/17/2019 JW-TRUSTEE FILED A MOTION TO SELL REMNANT ASSETS

INDIVIDUAL ESTATE PROPERTY RECORD AND REPORT
ASSET CASES

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Exhibit 8

Case No.: 13-32527-H4-7
Case Name: TIMEGATE STUDIOS, INC.
For the Period Ending: 2/7/2020

Trustee Name: Rodney Tow
Date Filed (f) or Converted (c): 05/09/2013 (c)
§341(a) Meeting Date: 05/31/2013
Claims Bar Date: 08/19/2013

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11/02/2018 JW- E-MAIL FROM ATTORNEY

Julie –

Just wanted to fill you in on the Timegate case:

Judge ordered Atari to pay us by next Thursday the 8th - \$92,708.50. He is entering an order tonight.

I'm going to call Bill West and tell him to go ahead and get his fee app filed. I believe he already did the final return. He just didn't want to file his fee app alone.

I'm going to finish my fee app this weekend.

I will reach out to Alicia Den Beste to let her know that Rodney should hopefully be able to respond to their offer to purchase remnant assets by end of next week – assuming Atari gives us the information the court ordered them to give us by next Thursday. I will see if we can get a motion drafted with blanks for amounts and dates so that it is ready to go when Rodney gets the information from Atari and is able to respond to their offer. They usually draft the motion and then we revise it as necessary. If we can have that ready to go, then it will let us do the last things all together maybe even by the end of next week.

That would mean all the final motions/applications would be ripe by the end of this month and hopefully could be heard in December. Then it's just a matter of doing the TFR and Rodney's application for compensation.

Best regards,

Erin E. Jones

06/28/2018 JW-SENT FOLLOW UP E-MAIL TO ASK IF WE CAN ABANDON REMAINING ASSETS AND PREPARE MY TFR

05/02/2018 JW-E-MAIL TO RT AND ERIN

I think it will cost the estate more than \$5,000 to prepare motions and most likely have a hearing (Judge Bohm's Court). In addition, the estate is paying \$1,200 a month in bank fees. Is it worth it?

Julie Warren-Coale

INDIVIDUAL ESTATE PROPERTY RECORD AND REPORT
ASSET CASES

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Exhibit 8

Case No.: 13-32527-H4-7
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For the Period Ending: 2/7/2020

Trustee Name: Rodney Tow
Date Filed (f) or Converted (c): 05/09/2013 (c)
\$341(a) Meeting Date: 05/31/2013
Claims Bar Date: 08/19/2013

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|--|-----------------------------------|--|--|--|---|
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05/02/2018 RT-SENT AN EMAIL TO ERIN

Erin,

You should talk to Melinda. I can be on the call if you want and it is this week. I start a weeklong trial on Monday.

Explain to her we could convey to them the claim and any 548 claim the estate has against Atari. There may be none so that may be worthless. Julie's point is there is a \$1,200 hit on our accounts each month we have this estate open. Combine that with the motions expense and you would have to get a pretty good recovery to offset the loss.

Thanks

03/26/2018 Rodney
 JW-RECEIVED OFFER

For Fretz we would like to offer \$5,000

For Timegate we would like to offer \$5,000

If both are acceptable, I'll have the paperwork drawn up today (motion, notice, order and asset purchase agreement).

Best,

Alicia

ALICIA E. DEN BESTE

Oak Point Partners

02/14/2018 RT-SENT E-MAIL TO ERIN JONES

Erin,

What needs to happen to close this case? I want to get it closed asap

Thanks

Rodney

02/09/2018 JW-RECEIVED EMAIL FROM OAK POINT PARTNERS

Hi Rodney,

I hope this finds you well. Per our last phone call and on your request, we did our diligence on Fretz, Timegate, and ATP Oil. As I indicated on my voicemail, I'd like to make you an offer on Fretz and Timegate for the remnant/unknown assets in these cases.

INDIVIDUAL ESTATE PROPERTY RECORD AND REPORT
ASSET CASES

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Exhibit 8

Case No.: 13-32527-H4-7
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For the Period Ending: 2/7/2020

Trustee Name: Rodney Tow
Date Filed (f) or Converted (c): 05/09/2013 (c)
§341(a) Meeting Date: 05/31/2013
Claims Bar Date: 08/19/2013

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| 11/30/2017 | RT--sent email to Bill and Erin to get final fee applications. | | | | |
| 10/27/2016 | JW-SENT E-MAIL TO ACCOUNTANT ASKING HIM TO FILE HIS FINAL FEE APPLICATION | | | | |
| 10/14/2016 | JW-COOPER AND SCULLY'S ORDER APPROVING THEIR FINAL FEE APPLICATION WAS APPROVED | | | | |
| 09/20/2016 | JW-MOTION TO ENFORCE SETTLEMENT WAS WITHDRAWN | | | | |
| 08/29/2016 | JW-COOPER AND SCULLEY FILED THEIR FINAL FEE APPLICATION | | | | |
| 08/12/2016 | JW-CREDITORS FILED A MOTION TO ENFORCE SETTLEMENT ORDER | | | | |
| 06/22/2016 | JW-ORDER APPROVING COMPROMISE WAS APPROVED #273 | | | | |
| 06/06/2016 | JW-CNH DIVERSIFIED FILED AN OBJECTION TO TRUSTEE'S MOTION TO COMPROMISE | | | | |
| 05/16/2016 | JW-TRUSTEE FILED AN APPLICATION TO COMPROMISE WITH ALAN CHAVELEH, MORT BAHARLOO, HEALIX, INC | | | | |
| 09/01/2015 | JW-Adversary Case 4:15-ap-3108 Closed. | | | | |
| 08/14/2015 | JW-Adversary Case 4:15-ap-3109 Closed. | | | | |
| 07/23/2015 | JW-Order Granting Motion to Approve Compromise under Rule 9019 | | | | |
| 07/20/2015 | JW-Witness List, Exhibit List (Filed By Rodney D Tow) | | | | |
| 07/14/2015 | JW-Motion to Approve Compromise under Rule 9019 Filed by Trustee Rodney D Tow | | | | |

INDIVIDUAL ESTATE PROPERTY RECORD AND REPORT
ASSET CASES

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Exhibit 8

Case No.: 13-32527-H4-7
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| 1 | 2 | 3 | 4 | 5 | 6 |
|--|-----------------------------------|--|--|--|---|
| Asset Description (Scheduled and Unscheduled (u) Property) | Petition/ Unscheduled Value | Estimated Net Value (Value Determined by Trustee, Less Liens, Exemptions, and Other Costs) | Property Abandoned OA =§ 554(a) abandon. | Sales/Funds Received by the Estate | Asset Fully Administered (FA)/ Gross Value of Remaining Assets |

05/18/2015 JW- RECEIVED E-MAIL FROM TRUSTEE'S ATTORNEY

Good morning everyone:

This has been a lengthy wind down and I want to explain what has happened since January.

I expect the wind down to be completely finished this week. Soon after, I will provide Mr. Tow with an accounting summary for his files as well as both a 2014 and Final Form 5500 for his execution. After I submit those 5500s we will be done.

I had been communicating with a compliance person at this third party administrator (TPA) for over a year and expected her to wire the funds to Penchecks when I e-mailed her the signed court order in January. Instead, she put me in contact with their general counsel who was slow to respond and difficult to deal with in general.

As background, typically the TPA processes the bulk of the distributions and then only the nonresponsive participant account balances are transferred to Penchecks. However, this particular TPA will not process a distribution without a Medallion Signature Guarantee. This would require each participant to visit a financial institution, present identification, and possibly pay a fee. (I would be furious if I had to do this to receive my distribution.) No basis for such a requirement can be found in any guidance provided by the DOL. Penchecks has a simple participant identification protocol that is DOL compliant so I elected to have them process all distributions.

Initially, the GC argued that the court order violated the blackout notice provisions required by ERISA. I showed him the DOL Final Regulations which explicitly carve out an exception for terminating plans. He insisted that the participants be notified and I finally agreed to do this because he made the fair point that if a participant checked his 401(k) balance during one of the few days between liquidation to Penchecks and notification by Penchecks then he would find his account balance to be inexplicably zero.

He also insisted on reviewing the Penchecks contract out of concern that his company would be responsible if either I stole the money or Penchecks acted improperly. I saw no legal basis for that concern but had to accept that no funds would be wired until he was satisfied.

Finally, the TPA didn't send the second wire representing the residual dividends for participants who held the fund on the record date. It was only \$120 but there was no way I was letting them keep it after all that.

In the end, participant notice was mailed around 2/24/2015 and the funds wired to Penchecks on 3/23. Most participants responded in April and missing participant IRAs were established for non-respondents on 5/5. Three distributions are delayed for what I assume is a failure by the participant to provide accurate wire instructions to Penchecks.

Please let me know if you have any questions or want to discuss further.

Thanks,

INDIVIDUAL ESTATE PROPERTY RECORD AND REPORT
ASSET CASES

Page No: 7

Exhibit 8

Case No.: 13-32527-H4-7
Case Name: TIMEGATE STUDIOS, INC.
For the Period Ending: 2/7/2020

Trustee Name: Rodney Tow
Date Filed (f) or Converted (c): 05/09/2013 (c)
§341(a) Meeting Date: 05/31/2013
Claims Bar Date: 08/19/2013

| 1 | 2 | 3 | 4 | 5 | 6 |
|--|---|--|--|--|---|
| Asset Description (Scheduled and Unscheduled (u) Property) | Petition/ Unscheduled Value | Estimated Net Value (Value Determined by Trustee, Less Liens, Exemptions, and Other Costs) | Property Abandoned OA =§ 554(a) abandon. | Sales/Funds Received by the Estate | Asset Fully Administered (FA)/ Gross Value of Remaining Assets |
| 04/30/2015 | Matthew J. Borrer, Esq. | | | | |
| 01/07/2015 | JW-Adversary case 15-03109. Nature of Suit: (12 (Recovery of money/property - 547 preference)) Complaint to Recover Preferential Transfers by Rodney Tow against Lightmaker USA, Inc. | | | | |
| 12/17/2014 | JW-ORDERS APPROVING BEYOND IT'S AND COOPER & SCULLY'S FEES WERE APPROVED. | | | | |
| 12/03/2014 | JW-NOTICE OF INTENTION TO TAKE 2004 EXAMS OF ADEL CHAVELEH, ALAN CHAVELEH AND EARL SILVERSTEIN HAS BEEN SET. | | | | |
| 12/02/2014 | JW-ORDER GRANTING MOTION TO WIND DOWN TIMEGATE'S SAVINGS PLAN WAS APPROVED. | | | | |
| 12/02/2014 | JW-TRUSTEE FILED SECOND INTERIM APPLICATION TO PAY BEYOND IT. | | | | |
| 12/02/2014 | JW-TRUSTEE FILED COOPER & SCULLY AND MATTHEW BORRER'S FEE APPLICATIONS. | | | | |
| 10/22/2014 | JW-ORDER AUTHORIZING TRUSTEE TO PAY FRANCHISE TAXES WAS APPROVED. | | | | |
| 10/21/2014 | JW-TRUSTEE FILED AN EMERGENCY MOTION FOR AUTHORITY TO PAY FRANCHISE TAXES. | | | | |
| 10/01/2014 | JW-TRUSTEE FILED NOTICE OF INTENT TO TAKE 2004 OF SCOTT WEISS. | | | | |
| 09/09/2014 | JW-OFFICIAL TRANSCRIPT WAS FILED. | | | | |
| 08/25/2014 | JW-CLAIM 14 WAS WITHDRAWN. | | | | |
| 08/04/2014 | JW-TRUSTEEISSUED SUBPOENA TO SCOTT WEISS. | | | | |
| 07/29/2014 | JW-ORDER APPROVING COMPROMISE WAS ENTERED. | | | | |
| 07/16/2014 | JW-TRUSTEE ISSUED SUBPOENAS TO BANK OF AMERICA AND HEALIX, INC. | | | | |
| 06/09/2014 | JOINT MOTION TO COMPROMISE WAS FILED BY TRUSTEE. | | | | |
| 06/02/2014 | JW-ORDER APPROVING FIRST FEE APPLICATION FOR BEYONIT WAS ENTERED. | | | | |
| 05/23/2014 | JW-TRUSTEE FILED A SUPPLEMENT TO BEYONDIT'S FIRST FEE APPLICATION. | | | | |
| 05/20/2014 | JW-STIPULATION BY ALAN CHAVELEH AND BETWEEN VERIO, INC. | | | | |
| 05/06/2014 | JW-TRUSTEE FILED INTERIM APPLICATION FOR COMPENSATION OF BEYONDIT AS COMPUTER FORENSIC PROFESSIONAL. | | | | |
| 04/30/2014 | JW-ORDER AUTHORIZING DISBURSEMENT OF NON-ESTATE FUNDS. | | | | |
| 04/25/2014 | JW-JOINT MOTION TO ENFORCE STAY FILED BY CREDITOR. | | | | |
| 04/04/2014 | JW- TRUSTEE FILED A MOTION TO DISBURSE NON ESTATE FUNDS. | | | | |
| 04/03/2014 | JW-TRUSTEE FILED A MOTION TO REJECT REMAINING CONTRACTS AND LEASES. | | | | |
| 01/31/2014 | JW-ORDER ENTERED EXTENDING DEADLINES. | | | | |
| 01/30/2014 | JW-TRUSTEE FILED AN EMERGENCY MOTION TO EXTEND DEADLINES TO ASSUME OR REJECT LEASES. | | | | |
| 12/13/2013 | JW-AGREED ORDER ON MOTION TO SALE MINIMUM IP WAS ENTERED. | | | | |
| 11/21/2013 | JW-ORDER AUTHORIZING SALE OF KOHAN IP WAS APPROVED. | | | | |
| 11/15/2013 | JW-MOTION TO SELL KOHAN IP AND SECTION 8 IP WAS FILED. | | | | |
| 10/23/2013 | JW-ORDER GRANTING APPLICATION TO EMPLOY BEYOND IT WAS APPROVEDDD. | | | | |
| 10/02/2013 | JW- ORDER ESTABLISHING BIDDING PROCEDURE WAS APPROVED. | | | | |
| 09/20/2013 | JW-TRUSTEE FILED AN APPLICATION TO EMPLOY BEYOND IT AS A FORENSIC DATA EXPERT. | | | | |

INDIVIDUAL ESTATE PROPERTY RECORD AND REPORT

Page No: 8

Exhibit 8

ASSET CASES

Case No.: 13-32527-H4-7
Case Name: TIMEGATE STUDIOS, INC.
For the Period Ending: 2/7/2020

Trustee Name: Rodney Tow
Date Filed (f) or Converted (c): 05/09/2013 (c)
§341(a) Meeting Date: 05/31/2013
Claims Bar Date: 08/19/2013

| 1 | 2 | 3 | 4 | 5 | 6 |
|--|--|--|--|--|---|
| Asset Description (Scheduled and Unscheduled (u) Property) | Petition/ Unscheduled Value | Estimated Net Value (Value Determined by Trustee, Less Liens, Exemptions, and Other Costs) | Property Abandoned OA =§ 554(a) abandon. | Sales/Funds Received by the Estate | Asset Fully Administered (FA)/ Gross Value of Remaining Assets |
| 09/19/2013 | JW-ORDER GRANTING APPLICATION TO EMPLOY MATTHEW BORROR WAS ENTERED. | | | | |
| 09/19/2013 | JW-COURT APPROVED APPLICATION TO EMPLOY COOPER AND SCULLY. | | | | |
| 09/11/2013 | RT: STEVE ESCOLONZO. 602-908-2408. He called interested in a purchase. I gave him Rob's name, number and email and encouraged him to call. | | | | |
| 09/06/2013 | JW-ORDER APPROVING CONFIDENTIALITY AGREEMENT WAS APPROVED. | | | | |
| 09/05/2013 | JW-TRUSTEE FILED AN EMERGENCY MOTION FOR AUTHORITY TO ENTER INTO CONFIDENTIALITY AGREEMENT. | | | | |
| 09/03/2013 | JW-COURT APPROVED TRUSTEE TO DISBURSE REFUNDED COBRA PREMIUMS | | | | |
| 09/03/2013 | JW-ORDER APPROVING EMPLOYMENT OF ACCOUNTANT WAS ENTERED. | | | | |
| 08/19/2013 | JW-TRUSTEE FILED AN APPLICATION TO EMPLOY ACCOUNTANT. | | | | |
| 08/15/2013 | JW-ORDER EMPLOYING AUCTIONEER WAS APPROVED | | | | |
| 08/15/2013 | JW-ORDER AUTHORIZING SALE WAS APPROVED. | | | | |
| 08/15/2013 | JW-ORDER GRANTING MOTION TO REJECT LEASE WAS APPROVED. | | | | |
| 08/14/2013 | JW-ORDER TERMINATING PAYROLL SERVICE WAS ENTERED. | | | | |
| 08/09/2013 | JW-TRUSTEE FILED AN APPLICATION TO EMPLOY MATTHEW BORROR AS SPECIAL COUNSEL. | | | | |
| 08/08/2013 | JW-TRUSTEE FILED AN APPLICATION TO EMPLOY COOPER AND SCULLY AS SPECIAL COUNSEL. | | | | |
| 08/06/2013 | JW-TRUSTEE FILED AN EMERGENCY MOTION TO SELL FURNITURE FIXTURES AND EQUIPMENT. | | | | |
| 07/26/2013 | JW-TRUSTEE FILED AN APPLICATION TO EMPLOY AUCTIONEER. | | | | |
| 07/19/2013 | JW-TRUSTEE FILED MOTION TO REJECT LEASE WITH THE UNIVERSITY OF HOUSTON | | | | |
| 07/17/2013 | JW-TRUSTEE FILED MOTION FOR AUTHORITY TO TERMINATE PAYROLL SERVICE. | | | | |
| 07/12/2013 | RT 341 Notes--close 341 meeting. THIS IS AN ASSET CASE. | | | | |
| 06/28/2013 | JW-ORDER LIMITING NOTICE WAS APPROVED. | | | | |
| 06/28/2013 | JW-ORDER EMPLOYING JONES MORRIS WAS APPROVED. | | | | |
| 06/25/2013 | JW-TRUSTEE FILED MOTION TO LIMIT NOTICE | | | | |
| 06/21/2013 | JW-TRUSTEE FILED APPLICATION TO EMPLOY JONES MORRIS AS GENERAL COUNSEL | | | | |

INDIVIDUAL ESTATE PROPERTY RECORD AND REPORT

Page No: 9

Exhibit 8

ASSET CASES

Case No.: 13-32527-H4-7
Case Name: TIMEGATE STUDIOS, INC.
For the Period Ending: 2/7/2020

Trustee Name: Rodney Tow
Date Filed (f) or Converted (c): 05/09/2013 (c)
§341(a) Meeting Date: 05/31/2013
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| Asset Description (Scheduled and Unscheduled (u) Property) | Petition/ Unscheduled Value | Estimated Net Value (Value Determined by Trustee, Less Liens, Exemptions, and Other Costs) | Property Abandoned OA =§ 554(a) abandon. | Sales/Funds Received by the Estate | Asset Fully Administered (FA)/ Gross Value of Remaining Assets |

05/31/2013 RT 341 Notes--I want

Balance Sheet/Income Statement/General ledger 2012 and ytd at filing 2013.

Copies of full insurance policies from 2007 to present.

Copy of Texas Film Commission application.

Copies of contracts with digital distribution storefronts.

Copies of agreements for prepaid contracts

05/31/2013 RT 341 Notes RESET TO JULY 12 AT 2:30

05/30/2013 N.O. Converted Case No Docs.

05/21/2013 JW-TRUSTEE FILED A NOTICE OF ASSETS

05/14/2013 JW-RT WAS APPOINTED SUCCESSOR TRUSTEE

Initial Projected Date Of Final Report (TFR): 08/19/2015

Current Projected Date Of Final Report (TFR): 05/20/2019

/s/ RODNEY TOW

RODNEY TOW

CASH RECEIPTS AND DISBURSEMENTS RECORD

Case No. 13-32527-H4-7
Case Name: TIMEGATE STUDIOS, INC.
Primary Taxpayer ID #: **_***0456
Co-Debtor Taxpayer ID #:
For Period Beginning: 5/1/2013
For Period Ending: 2/7/2020

Trustee Name: Rodney Tow
Bank Name: Independent Bank
Checking Acct #: *****2527
Account Title: DDA
Blanket bond (per case limit): \$89,692,000.00
Separate bond (if applicable):

| 1 | 2 | 3 | 4 | | 5 | 6 | 7 |
|------------------|----------------|------------------------------|-----------------------------------|-------------------|--------------|-----------------|--------------|
| Transaction Date | Check / Ref. # | Paid to/ Received From | Description of Transaction | Uniform Tran Code | Deposit \$ | Disbursement \$ | Balance |
| 01/20/2017 | | Green Bank | Transfer Funds | 9999-000 | \$608,582.02 | | \$608,582.02 |
| 01/31/2017 | | Integrity Bank | Bank Service Fee | 2600-000 | | \$379.97 | \$608,202.05 |
| 02/16/2017 | (1) | Bank of America | Turnover of account | 1129-000 | \$224,368.09 | | \$832,570.14 |
| 02/27/2017 | (1) | Bank of America | Turnover of Concentration Account | 1129-000 | \$1,118.53 | | \$833,688.67 |
| 02/27/2017 | (1) | DEP REVERSE: Bank of America | Turnover of Concentration Account | 1129-000 | (\$1,118.53) | | \$832,570.14 |
| 02/27/2017 | (1) | Bank of America | Turnover of Concentration Account | 1129-000 | \$1,118.53 | | \$833,688.67 |
| 02/28/2017 | | Integrity Bank | Bank Service Fee | 2600-000 | | \$1,038.28 | \$832,650.39 |
| 03/31/2017 | | Integrity Bank | Bank Service Fee | 2600-000 | | \$1,343.01 | \$831,307.38 |
| 04/30/2017 | | Integrity Bank | Bank Service Fee | 2600-000 | | \$1,297.59 | \$830,009.79 |
| 05/31/2017 | | Integrity Bank | Bank Service Fee | 2600-000 | | \$1,233.01 | \$828,776.78 |
| 06/30/2017 | | Integrity Bank | Bank Service Fee | 2600-000 | | \$1,191.46 | \$827,585.32 |
| 07/31/2017 | | Integrity Bank | Bank Service Fee | 2600-000 | | \$1,229.41 | \$826,355.91 |
| 08/31/2017 | | Integrity Bank | Bank Service Fee | 2600-000 | | \$1,227.58 | \$825,128.33 |
| 09/30/2017 | | Integrity Bank | Bank Service Fee | 2600-000 | | \$1,186.21 | \$823,942.12 |
| 10/31/2017 | | Integrity Bank | Bank Service Fee | 2600-000 | | \$1,224.00 | \$822,718.12 |
| 11/30/2017 | | Integrity Bank | Bank Service Fee | 2600-000 | | \$1,182.76 | \$821,535.36 |
| 12/31/2017 | | Integrity Bank | Bank Service Fee | 2600-000 | | \$1,220.42 | \$820,314.94 |
| 01/17/2018 | 5001 | International Sureties | Bond Payment | 2300-000 | | \$464.67 | \$819,850.27 |
| 01/31/2018 | | Integrity Bank | Bank Service Fee | 2600-000 | | \$1,218.45 | \$818,631.82 |
| 02/28/2018 | | Integrity Bank | Bank Service Fee | 2600-000 | | \$1,098.42 | \$817,533.40 |
| 03/31/2018 | | Integrity Bank | Bank Service Fee | 2600-000 | | \$1,214.48 | \$816,318.92 |
| 04/30/2018 | | Integrity Bank | Bank Service Fee | 2600-000 | | \$1,173.55 | \$815,145.37 |
| 05/31/2018 | | Integrity Bank | Bank Service Fee | 2600-000 | | \$1,210.93 | \$813,934.44 |
| 06/30/2018 | | Integrity Bank | Bank Service Fee | 2600-000 | | \$1,170.12 | \$812,764.32 |
| 07/31/2018 | | Integrity Bank | Bank Service Fee | 2600-000 | | \$1,207.39 | \$811,556.93 |
| 08/05/2018 | | Independent Bank | Bank Service Fee | 2600-000 | | \$194.45 | \$811,362.48 |
| 08/06/2018 | | Independent Bank | Bank Service Fee | 2600-000 | | (\$194.45) | \$811,556.93 |

SUBTOTALS

\$834,068.64

\$22,511.71

CASH RECEIPTS AND DISBURSEMENTS RECORD

Case No. 13-32527-H4-7
Case Name: TIMEGATE STUDIOS, INC.
Primary Taxpayer ID #: **_***0456
Co-Debtor Taxpayer ID #:
For Period Beginning: 5/1/2013
For Period Ending: 2/7/2020

Trustee Name: Rodney Tow
Bank Name: Independent Bank
Checking Acct #: *****2527
Account Title: DDA
Blanket bond (per case limit): \$89,692,000.00
Separate bond (if applicable):

| 1 | 2 | 3 | 4 | | 5 | 6 | 7 |
|------------------|----------------|--|-----------------------------------|-------------------|--------------|-----------------|--------------|
| Transaction Date | Check / Ref. # | Paid to/ Received From | Description of Transaction | Uniform Tran Code | Deposit \$ | Disbursement \$ | Balance |
| 08/31/2018 | | Independent Bank | Bank Service Fee | 2600-000 | | \$14,202.24 | \$797,354.69 |
| 09/05/2018 | | Independent Bank | Bank Service Fee | 2600-000 | | (\$14,202.24) | \$811,556.93 |
| 09/06/2018 | | Independent Bank | Bank Service Fee | 2600-000 | | \$1,206.22 | \$810,350.71 |
| 10/19/2018 | 5002 | International Sureties | Bond Payment | 2300-000 | | \$371.56 | \$809,979.15 |
| 11/09/2018 | (9) | Cubed Productions, LLC- Atari | 11/08/2018 #306 | 1129-000 | \$584.38 | | \$810,563.53 |
| 11/09/2018 | (9) | Cubed Productions, LLC- Atari | 11/08/2018 #306 | 1129-000 | \$92,708.50 | | \$903,272.03 |
| 11/19/2018 | 5002 | STOP PAYMENT: International Sureties | Stop Payment for Check# 5002 | 2300-004 | | (\$371.56) | \$903,643.59 |
| 11/19/2018 | 5003 | International Sureties | Bond Payment | 2300-000 | | \$371.56 | \$903,272.03 |
| 11/21/2018 | (9) | Cubed Productions, LLC | 11/08/2018 #306 | 1129-000 | \$8,133.74 | | \$911,405.77 |
| 02/26/2019 | (23) | Oak Point Partners | 2/13/2019 #317 | 1229-000 | \$5,000.00 | | \$916,405.77 |
| 05/09/2019 | 5004 | WILLIAM G. WEST | 5/8/2019 #323 | 3410-000 | | \$62,982.00 | \$853,423.77 |
| 05/09/2019 | 5005 | WILLIAM G. WEST | 5/8/2019 #323 | 3420-000 | | \$381.23 | \$853,042.54 |
| 06/04/2019 | 5006 | Jone Morris Klevenhagen LLP | 5/31/2019 #329 | 3210-000 | | \$148,237.00 | \$704,805.54 |
| 06/04/2019 | 5007 | Jone Morris Klevenhagen LLP | 5/31/2019 #329 | 3220-000 | | \$2,550.98 | \$702,254.56 |
| 08/06/2019 | | Transfer From: #*****2527 | Moving to make Final distribution | 9999-000 | \$269,048.94 | | \$971,303.50 |
| 08/06/2019 | 5008 | Rodney Tow | 8/5/2019 #336 | 2100-000 | | \$68,765.69 | \$902,537.81 |
| 08/06/2019 | 5009 | RODNEY TOW, Trustee | 8/5/2019 #336 | 2200-000 | | \$570.63 | \$901,967.18 |
| 08/14/2019 | | Internal Revenue Service | Distribution on Claim #: ; | 5300-000 | | \$13,145.19 | \$888,821.99 |
| 08/14/2019 | | Internal Revenue Service | Distribution on Claim #: ; | 5800-000 | | \$2,873.91 | \$885,948.08 |
| 08/14/2019 | 5010 | Matthew Borrer | Distribution on Claim #: ; | 3220-000 | | \$813.00 | \$885,135.08 |
| 08/14/2019 | 5011 | Matthew Borrer | Distribution on Claim #: ; | 3210-000 | | \$787.50 | \$884,347.58 |
| 08/14/2019 | 5012 | Texas Workforce Commission | Distribution on Claim #: ; | 5800-000 | | \$918.30 | \$883,429.28 |
| 08/14/2019 | 5013 | Fort Bend County | Distribution on Claim #: 2; | 4800-000 | | \$834.59 | \$882,594.69 |
| 08/14/2019 | 5014 | FORT BEND INDEPENDENT SCHOOL DISTRICT | Distribution on Claim #: 4; | 4800-000 | | \$1,521.17 | \$881,073.52 |
| 08/14/2019 | 5015 | CNH Diversified Opportunities Master Account, LP | Distribution on Claim #: 5; | 7100-000 | | \$838,601.52 | \$42,472.00 |
| 08/14/2019 | 5016 | Epic Games, Inc. | Distribution on Claim #: 6; | 7100-000 | | \$16,374.77 | \$26,097.23 |

SUBTOTALS

\$375,475.56

\$1,160,935.26

CASH RECEIPTS AND DISBURSEMENTS RECORD

Case No. 13-32527-H4-7
Case Name: TIMEGATE STUDIOS, INC.
Primary Taxpayer ID #: **_***0456
Co-Debtor Taxpayer ID #:
For Period Beginning: 5/1/2013
For Period Ending: 2/7/2020

Trustee Name: Rodney Tow
Bank Name: Independent Bank
Checking Acct #: *****2527
Account Title: DDA
Blanket bond (per case limit): \$89,692,000.00
Separate bond (if applicable):

| 1 | 2 | 3 | 4 | | 5 | 6 | 7 |
|------------------|----------------|---|------------------------------|-------------------|------------|-----------------|-------------|
| Transaction Date | Check / Ref. # | Paid to/ Received From | Description of Transaction | Uniform Tran Code | Deposit \$ | Disbursement \$ | Balance |
| 08/14/2019 | 5017 | Joshua D. Mahan | Distribution on Claim #: 7; | 5300-000 | | \$2,569.02 | \$23,528.21 |
| 08/14/2019 | 5018 | Amanda Stewart | Distribution on Claim #: 8; | 5300-000 | | \$2,725.37 | \$20,802.84 |
| 08/14/2019 | 5019 | Jeffrey Rhodes Smith | Distribution on Claim #: 9; | 5300-000 | | \$4,645.81 | \$16,157.03 |
| 08/14/2019 | 5020 | Ashley Boyer | Distribution on Claim #: 12; | 5300-000 | | \$3,272.00 | \$12,885.03 |
| 08/14/2019 | 5021 | TimeGate Studios Savings Plan | Distribution on Claim #: 13; | 5400-000 | | \$4,827.24 | \$8,057.79 |
| 08/14/2019 | 5022 | Metropolitan Life Insurance Company | Distribution on Claim #: 16; | 7100-000 | | \$79.38 | \$7,978.41 |
| 08/14/2019 | 5023 | United States Trustee | Distribution on Claim #: 17; | 2950-000 | | \$325.00 | \$7,653.41 |
| 08/14/2019 | 5024 | Denis R Papp | Distribution on Claim #: 19; | 5300-000 | | \$7,653.41 | \$0.00 |
| 12/11/2019 | 5021 | STOP PAYMENT: TimeGate Studios Savings Plan | Stop Payment for Check# 5021 | 5400-004 | | (\$4,827.24) | \$4,827.24 |
| 12/11/2019 | 5022 | STOP PAYMENT: Metropolitan Life Insurance Company | Stop Payment for Check# 5022 | 7100-004 | | (\$79.38) | \$4,906.62 |
| 12/11/2019 | 5025 | US Bankruptcy Clerk | Unclaimed Funds | * | | \$4,906.62 | \$0.00 |
| | | | Claim Amount \$(4,827.24) | 5400-001 | | | \$0.00 |
| | | | Claim Amount \$(79.38) | 7100-001 | | | \$0.00 |

SUBTOTALS

\$0.00

\$26,097.23

CASH RECEIPTS AND DISBURSEMENTS RECORD

Case No. 13-32527-H4-7
Case Name: TIMEGATE STUDIOS, INC.
Primary Taxpayer ID #: **_***0456
Co-Debtor Taxpayer ID #:
For Period Beginning: 5/1/2013
For Period Ending: 2/7/2020

Trustee Name: Rodney Tow
Bank Name: Independent Bank
Checking Acct #: *****2527
Account Title: DDA
Blanket bond (per case limit): \$89,692,000.00
Separate bond (if applicable):

| 1 | 2 | 3 | 4 | | 5 | 6 | 7 |
|------------------|----------------|---------------------------|----------------------------|-------------------|------------|-----------------|---------|
| Transaction Date | Check / Ref. # | Paid to/ Received From | Description of Transaction | Uniform Tran Code | Deposit \$ | Disbursement \$ | Balance |

| | | | |
|---------------------------|----------------|----------------|--------|
| TOTALS: | \$1,209,544.20 | \$1,209,544.20 | \$0.00 |
| Less: Bank transfers/CDs | \$877,630.96 | \$0.00 | |
| Subtotal | \$331,913.24 | \$1,209,544.20 | |
| Less: Payments to debtors | \$0.00 | \$0.00 | |
| Net | \$331,913.24 | \$1,209,544.20 | |

For the period of 5/1/2013 to 2/7/2020

| | |
|-----------------------------------|--------------|
| Total Compensable Receipts: | \$331,913.24 |
| Total Non-Compensable Receipts: | \$0.00 |
| Total Comp/Non Comp Receipts: | \$331,913.24 |
| Total Internal/Transfer Receipts: | \$877,630.96 |

| | |
|--|----------------|
| Total Compensable Disbursements: | \$1,209,544.20 |
| Total Non-Compensable Disbursements: | \$0.00 |
| Total Comp/Non Comp Disbursements: | \$1,209,544.20 |
| Total Internal/Transfer Disbursements: | \$0.00 |

For the entire history of the account between 01/20/2017 to 2/7/2020

| | |
|-----------------------------------|--------------|
| Total Compensable Receipts: | \$331,913.24 |
| Total Non-Compensable Receipts: | \$0.00 |
| Total Comp/Non Comp Receipts: | \$331,913.24 |
| Total Internal/Transfer Receipts: | \$877,630.96 |

| | |
|--|----------------|
| Total Compensable Disbursements: | \$1,209,544.20 |
| Total Non-Compensable Disbursements: | \$0.00 |
| Total Comp/Non Comp Disbursements: | \$1,209,544.20 |
| Total Internal/Transfer Disbursements: | \$0.00 |

CASH RECEIPTS AND DISBURSEMENTS RECORD

Case No. 13-32527-H4-7
Case Name: TIMEGATE STUDIOS, INC.
Primary Taxpayer ID #: **_***0456
Co-Debtor Taxpayer ID #:
For Period Beginning: 5/1/2013
For Period Ending: 2/7/2020

Trustee Name: Rodney Tow
Bank Name: Independent Bank
Checking Acct #: *****2527
Account Title: Kohan Sale
Blanket bond (per case limit): \$89,692,000.00
Separate bond (if applicable):

| 1 | 2 | 3 | 4 | | 5 | 6 | 7 |
|------------------|----------------|---------------------------|---------------------------------------|-------------------|--------------|-----------------|--------------|
| Transaction Date | Check / Ref. # | Paid to/ Received From | Description of Transaction | Uniform Tran Code | Deposit \$ | Disbursement \$ | Balance |
| 01/20/2017 | | Green Bank | Transfer Funds for Kohan Sale Account | 9999-000 | \$276,871.96 | | \$276,871.96 |
| 01/31/2017 | | Integrity Bank | Bank Service Fee | 2600-000 | | \$172.86 | \$276,699.10 |
| 02/28/2017 | | Integrity Bank | Bank Service Fee | 2600-000 | | \$403.10 | \$276,296.00 |
| 03/31/2017 | | Integrity Bank | Bank Service Fee | 2600-000 | | \$445.64 | \$275,850.36 |
| 04/30/2017 | | Integrity Bank | Bank Service Fee | 2600-000 | | \$430.57 | \$275,419.79 |
| 05/31/2017 | | Integrity Bank | Bank Service Fee | 2600-000 | | \$409.14 | \$275,010.65 |
| 06/30/2017 | | Integrity Bank | Bank Service Fee | 2600-000 | | \$395.36 | \$274,615.29 |
| 07/31/2017 | | Integrity Bank | Bank Service Fee | 2600-000 | | \$407.96 | \$274,207.33 |
| 08/31/2017 | | Integrity Bank | Bank Service Fee | 2600-000 | | \$407.35 | \$273,799.98 |
| 09/30/2017 | | Integrity Bank | Bank Service Fee | 2600-000 | | \$393.62 | \$273,406.36 |
| 10/31/2017 | | Integrity Bank | Bank Service Fee | 2600-000 | | \$406.16 | \$273,000.20 |
| 11/30/2017 | | Integrity Bank | Bank Service Fee | 2600-000 | | \$392.47 | \$272,607.73 |
| 12/31/2017 | | Integrity Bank | Bank Service Fee | 2600-000 | | \$404.97 | \$272,202.76 |
| 01/31/2018 | | Integrity Bank | Bank Service Fee | 2600-000 | | \$404.37 | \$271,798.39 |
| 02/28/2018 | | Integrity Bank | Bank Service Fee | 2600-000 | | \$364.69 | \$271,433.70 |
| 03/31/2018 | | Integrity Bank | Bank Service Fee | 2600-000 | | \$403.23 | \$271,030.47 |
| 04/30/2018 | | Integrity Bank | Bank Service Fee | 2600-000 | | \$389.63 | \$270,640.84 |
| 05/31/2018 | | Integrity Bank | Bank Service Fee | 2600-000 | | \$402.05 | \$270,238.79 |
| 06/30/2018 | | Integrity Bank | Bank Service Fee | 2600-000 | | \$388.50 | \$269,850.29 |
| 07/31/2018 | | Integrity Bank | Bank Service Fee | 2600-000 | | \$400.87 | \$269,449.42 |
| 08/05/2018 | | Independent Bank | Bank Service Fee | 2600-000 | | \$64.56 | \$269,384.86 |
| 08/06/2018 | | Independent Bank | Bank Service Fee | 2600-000 | | (\$64.56) | \$269,449.42 |
| 08/31/2018 | | Independent Bank | Bank Service Fee | 2600-000 | | \$4,715.36 | \$264,734.06 |
| 09/05/2018 | | Independent Bank | Bank Service Fee | 2600-000 | | (\$4,715.36) | \$269,449.42 |
| 09/06/2018 | | Independent Bank | Bank Service Fee | 2600-000 | | \$400.48 | \$269,048.94 |
| 08/06/2019 | | Transfer To: #*****2527 | Moving to make Final distribution | 9999-000 | | \$269,048.94 | \$0.00 |

SUBTOTALS \$276,871.96 \$276,871.96

CASH RECEIPTS AND DISBURSEMENTS RECORD

Case No. 13-32527-H4-7
Case Name: TIMEGATE STUDIOS, INC.
Primary Taxpayer ID #: **_***0456
Co-Debtor Taxpayer ID #:
For Period Beginning: 5/1/2013
For Period Ending: 2/7/2020

Trustee Name: Rodney Tow
Bank Name: Independent Bank
Checking Acct #: *****2527
Account Title: Kohan Sale
Blanket bond (per case limit): \$89,692,000.00
Separate bond (if applicable):

| 1 | 2 | 3 | 4 | | 5 | 6 | 7 |
|------------------|----------------|---------------------------|----------------------------|-------------------|------------|-----------------|---------|
| Transaction Date | Check / Ref. # | Paid to/ Received From | Description of Transaction | Uniform Tran Code | Deposit \$ | Disbursement \$ | Balance |

| | | | |
|---------------------------|--------------|--------------|--------|
| TOTALS: | \$276,871.96 | \$276,871.96 | \$0.00 |
| Less: Bank transfers/CDs | \$276,871.96 | \$269,048.94 | |
| Subtotal | \$0.00 | \$7,823.02 | |
| Less: Payments to debtors | \$0.00 | \$0.00 | |
| Net | \$0.00 | \$7,823.02 | |

For the period of 5/1/2013 to 2/7/2020

| | |
|-----------------------------------|--------------|
| Total Compensable Receipts: | \$0.00 |
| Total Non-Compensable Receipts: | \$0.00 |
| Total Comp/Non Comp Receipts: | \$0.00 |
| Total Internal/Transfer Receipts: | \$276,871.96 |

| | |
|--|--------------|
| Total Compensable Disbursements: | \$7,823.02 |
| Total Non-Compensable Disbursements: | \$0.00 |
| Total Comp/Non Comp Disbursements: | \$7,823.02 |
| Total Internal/Transfer Disbursements: | \$269,048.94 |

For the entire history of the account between 01/20/2017 to 2/7/2020

| | |
|-----------------------------------|--------------|
| Total Compensable Receipts: | \$0.00 |
| Total Non-Compensable Receipts: | \$0.00 |
| Total Comp/Non Comp Receipts: | \$0.00 |
| Total Internal/Transfer Receipts: | \$276,871.96 |

| | |
|--|--------------|
| Total Compensable Disbursements: | \$7,823.02 |
| Total Non-Compensable Disbursements: | \$0.00 |
| Total Comp/Non Comp Disbursements: | \$7,823.02 |
| Total Internal/Transfer Disbursements: | \$269,048.94 |

CASH RECEIPTS AND DISBURSEMENTS RECORD

Case No. 13-32527-H4-7
Case Name: TIMEGATE STUDIOS, INC.
Primary Taxpayer ID #: **_***0456
Co-Debtor Taxpayer ID #:
For Period Beginning: 5/1/2013
For Period Ending: 2/7/2020

Trustee Name: Rodney Tow
Bank Name: Veritex Community Bank
Checking Acct #: *****2701
Account Title: Checking Account
Blanket bond (per case limit): \$89,692,000.00
Separate bond (if applicable):

| 1 | 2 | 3 | 4 | | 5 | 6 | 7 |
|------------------|----------------|--|--|-------------------|--------------|-----------------|-------------|
| Transaction Date | Check / Ref. # | Paid to/ Received From | Description of Transaction | Uniform Tran Code | Deposit \$ | Disbursement \$ | Balance |
| 05/31/2013 | (17) | Incoming ACH | Valve Corp | 1121-000 | \$30,376.55 | | \$30,376.55 |
| 05/31/2013 | | Green Bank | Bank Service Fee | 2600-000 | | \$6.32 | \$30,370.23 |
| 06/03/2013 | (12) | PREMIUM PAYMENT SERVICES ADP | ACTIVITY COVERAGE COBRA PPO | 1229-000 | \$3,752.87 | | \$34,123.10 |
| 06/03/2013 | (14) | ELECTRONIC ARTS | INVOICE 654910ROYA | 1121-000 | \$33.15 | | \$34,156.25 |
| 06/03/2013 | (16) | SONY COMPUTER ENTERTAINMENT AMERICA, LLC | PSN 3P QTRLY ROYALTY MARCH 2013 | 1121-000 | \$20,711.78 | | \$54,868.03 |
| 06/28/2013 | | Green Bank | Bank Service Fee | 2600-000 | | \$78.69 | \$54,789.34 |
| 07/01/2013 | (17) | Valve Corp | Account Receivable | 1121-000 | \$10,087.33 | | \$64,876.67 |
| 07/31/2013 | (17) | Valve Corp | Receivable | 1121-000 | \$2,560.14 | | \$67,436.81 |
| 07/31/2013 | | Green Bank | Bank Service Fee | 2600-000 | | \$104.95 | \$67,331.86 |
| 08/01/2013 | (14) | Electronic Arts Inc. | Account Receivable | 1121-000 | \$19.95 | | \$67,351.81 |
| 08/19/2013 | 1001 | Birthplace Management Group, Inc. | 8/15/2013 #102 | 3992-000 | | \$7,500.00 | \$59,851.81 |
| 08/26/2013 | (7) | LIBERTY MUTUAL | Liberty Mutual Stopped Payment on this Check | 1129-000 | \$1,470.00 | | \$61,321.81 |
| 08/26/2013 | (9) | GAMEFLY.COM | Patents | 1129-000 | \$162.36 | | \$61,484.17 |
| 08/26/2013 | (11) | VIRDYNE TECHNOLOGIES, INC. | CONTRACT PAYMENT | 1129-000 | \$3,500.00 | | \$64,984.17 |
| 08/26/2013 | (14) | ELECTRONIC ARTS, INC | Account Receivables | 1121-000 | \$27.97 | | \$65,012.14 |
| 08/27/2013 | (7) | PREMIUM PAYMENT SRVS "ADP" | Premium Funds Collected by ADP | 1229-000 | \$101.62 | | \$65,113.76 |
| 08/27/2013 | (12) | PREMIUM PAYMENT DRVS "ADP" | Premium Funds Collected by ADP | 1229-000 | \$2,527.71 | | \$67,641.47 |
| 08/29/2013 | 1002 | United States Court of Appeals | 8/28/2013 Case 12-20256 | 2700-000 | | \$670.50 | \$66,970.97 |
| 08/30/2013 | (7) | DEP REVERSE: LIBERTY MUTUAL | Liberty Mutual Stopped Payment on this Check | 1129-000 | (\$1,470.00) | | \$65,500.97 |
| 08/30/2013 | (11) | VALVE CORP | PARTNER INTEREST | 1129-000 | \$3,157.85 | | \$68,658.82 |
| 08/30/2013 | | Green Bank | Bank Service Fee | 2600-000 | | \$116.96 | \$68,541.86 |
| 09/04/2013 | (10) | Healix Place | 8/15/2013 #98 | 1129-000 | \$7,000.00 | | \$75,541.86 |
| 09/10/2013 | (12) | ADP | Premium Funds Collected by ADP | 1229-000 | \$308.48 | | \$75,850.34 |
| 09/10/2013 | (14) | ELECTRONIC ARTS, INC | Account Receivables | 1121-000 | \$21.19 | | \$75,871.53 |
| 09/11/2013 | (16) | SONY COMPUTER ENTERTAINMENT | PSN 3P QTRLY ROYALTY | 1121-000 | \$8,371.65 | | \$84,243.18 |
| 09/30/2013 | (11) | Valve Corp | Partner Interest | 1129-000 | \$2,681.28 | | \$86,924.46 |

SUBTOTALS

\$95,401.88

\$8,477.42

CASH RECEIPTS AND DISBURSEMENTS RECORD

Case No. 13-32527-H4-7
Case Name: TIMEGATE STUDIOS, INC.
Primary Taxpayer ID #: **_***0456
Co-Debtor Taxpayer ID #:
For Period Beginning: 5/1/2013
For Period Ending: 2/7/2020

Trustee Name: Rodney Tow
Bank Name: Veritex Community Bank
Checking Acct #: *****2701
Account Title: Checking Account
Blanket bond (per case limit): \$89,692,000.00
Separate bond (if applicable):

| 1 | 2 | 3 | 4 | | 5 | 6 | 7 |
|------------------|----------------|--|--|-------------------|--------------|-----------------|--------------|
| Transaction Date | Check / Ref. # | Paid to/ Received From | Description of Transaction | Uniform Tran Code | Deposit \$ | Disbursement \$ | Balance |
| 09/30/2013 | | Green Bank | Bank Service Fee | 2600-000 | | \$119.11 | \$86,805.35 |
| 09/30/2013 | 1003 | Nine Realms, Inc. | Consultant Services | 2990-000 | | \$1,500.00 | \$85,305.35 |
| 10/03/2013 | 1004 | George Adams & Co. | Bond Payment | 2300-000 | | \$90.70 | \$85,214.65 |
| 10/03/2013 | 1004 | VOID: George Adams & Co. | Void of Check# 1004 | 2300-003 | | (\$90.70) | \$85,305.35 |
| 10/03/2013 | 1005 | George Adams & Co. | Bond Payment | 2300-000 | | \$90.70 | \$85,214.65 |
| 10/09/2013 | 1006 | Webster's Auction Palace | 8/15/2013 #98 | 3610-000 | | \$700.00 | \$84,514.65 |
| 10/31/2013 | | Green Bank | Bank Service Fee | 2600-000 | | \$138.83 | \$84,375.82 |
| 11/19/2013 | (17) | Valve Corp | ACCOUNT RECEIVABLE The ACH actually came in on October 31, 2013. We were not notified and it was caught during our reconciliation. | 1121-000 | \$2,504.47 | | \$86,880.29 |
| 11/22/2013 | (16) | SONY COMPUTER ENTERTAINMENT | ROYALTY SEPT 2013 | 1121-000 | \$6,496.12 | | \$93,376.41 |
| 11/29/2013 | | Green Bank | Bank Service Fee | 2600-000 | | \$144.34 | \$93,232.07 |
| 12/05/2013 | (17) | vVALVE CORP | ACCOUNT RECEIVABLE | 1121-000 | \$2,233.32 | | \$95,465.39 |
| 12/30/2013 | (17) | Valve Corp | ACCOUNT RECEIVABLE Premium Funds Collected | 1121-000 | \$2,290.00 | | \$97,755.39 |
| 12/31/2013 | | Green Bank | Bank Service Fee | 2600-000 | | \$151.08 | \$97,604.31 |
| 01/08/2014 | (13) | Haynes and Boone, LLP | Return of Retainer | 1229-000 | \$5,000.00 | | \$102,604.31 |
| 01/22/2014 | 1002 | STOP PAYMENT: United States Court of Appeals | Stop Payment for Check# 1002 | 2700-004 | | (\$670.50) | \$103,274.81 |
| 01/31/2014 | | Green Bank | Bank Service Fee | 2600-000 | | \$175.82 | \$103,098.99 |
| 02/03/2014 | (17) | Valve Corp | Account Receivable | 1121-000 | \$3,250.11 | | \$106,349.10 |
| 02/03/2014 | 1007 | Birthplace Management Group | 12/13/2013 #178 | 2990-000 | | \$1,435.05 | \$104,914.05 |
| 02/20/2014 | (16) | Sony Computer Entertainment America LLC | Quarterly Royalty--Charge back 2/27/2014 | 1121-000 | \$4,441.06 | | \$109,355.11 |
| 02/28/2014 | | Green Bank | Bank Service Fee | 2600-000 | | \$156.44 | \$109,198.67 |
| 03/03/2014 | (17) | Valve Corp | Account Receivable | 1121-000 | \$2,905.91 | | \$112,104.58 |
| 03/04/2014 | (16) | Sony Computer Entertainment America LLC | Quarterly Royalty | 1121-000 | \$4,441.06 | | \$116,545.64 |
| 03/21/2014 | (16) | Sony Computer Entertainment America LLC | Quarterly Royalty--Charge back 2/27/2014 | 1121-000 | (\$4,441.06) | | \$112,104.58 |
| 03/28/2014 | 1008 | Phillip Morales | 9/3/2013 #112 | 8500-002 | | \$905.32 | \$111,199.26 |
| 03/31/2014 | | Green Bank | Bank Service Fee | 2600-000 | | \$168.89 | \$111,030.37 |

SUBTOTALS

\$29,120.99

\$5,015.08

CASH RECEIPTS AND DISBURSEMENTS RECORD

Case No. 13-32527-H4-7
Case Name: TIMEGATE STUDIOS, INC.
Primary Taxpayer ID #: **_***0456
Co-Debtor Taxpayer ID #:
For Period Beginning: 5/1/2013
For Period Ending: 2/7/2020

Trustee Name: Rodney Tow
Bank Name: Veritex Community Bank
Checking Acct #: *****2701
Account Title: Checking Account
Blanket bond (per case limit): \$89,692,000.00
Separate bond (if applicable):

| 1 | 2 | 3 | 4 | | 5 | 6 | 7 |
|------------------|----------------|------------------------------------|--|-------------------|--------------|-----------------|--------------|
| Transaction Date | Check / Ref. # | Paid to/ Received From | Description of Transaction | Uniform Tran Code | Deposit \$ | Disbursement \$ | Balance |
| 04/11/2014 | (17) | Valve Corp | Account Receivables--Notification was sent to Junk e-mail. Discovered when reconciling bank statement. | 1121-000 | \$3,029.96 | | \$114,060.33 |
| 04/11/2014 | (17) | Valve Corp | Entry Correcting Deposit Amount for 2/3/2014 | 1121-000 | (\$20.00) | | \$114,040.33 |
| 04/25/2014 | (11) | ATARI, INC. | 12/13/2013 #178 | 1129-000 | \$15,000.00 | | \$129,040.33 |
| 04/30/2014 | | Green Bank | Bank Service Fee | 2600-000 | | \$180.99 | \$128,859.34 |
| 05/01/2014 | (9) | ALAN CHAVELEH AND MORTEZA BAHARLOO | 11/21/2013 #170 | 1129-000 | \$40,000.00 | | \$168,859.34 |
| 05/06/2014 | 1009 | ATARI S.A. | 4/30/2014N #189 | 8500-002 | | \$3,516.14 | \$165,343.20 |
| 05/20/2014 | (17) | Valve Corp | Wire was received 4/30/2014 we did not receive notice until statement was received. | 1121-000 | \$2,685.11 | | \$168,028.31 |
| 05/30/2014 | | Green Bank | Bank Service Fee | 2600-000 | | \$280.68 | \$167,747.63 |
| 06/03/2014 | (17) | Valve Corp | Account Receivable | 1121-000 | \$1,984.06 | | \$169,731.69 |
| 06/30/2014 | | Green Bank | Bank Service Fee | 2600-000 | | \$256.35 | \$169,475.34 |
| 07/03/2014 | (17) | Valve Corp | Account Receivable | 1121-000 | \$2,427.63 | | \$171,902.97 |
| 07/08/2014 | (9) | CUBED PRODUCTIONS, LLC | 12/13/2013 #178 | 1129-000 | \$25,000.00 | | \$196,902.97 |
| 07/31/2014 | | Green Bank | Bank Service Fee | 2600-000 | | \$306.12 | \$196,596.85 |
| 08/04/2014 | (17) | Valve Corp | Account Receivable | 1121-000 | \$1,755.73 | | \$198,352.58 |
| 08/29/2014 | (17) | Valve Corp | Account Receivable | 1121-000 | \$1,456.82 | | \$199,809.40 |
| 08/29/2014 | | Green Bank | Bank Service Fee | 2600-000 | | \$330.78 | \$199,478.62 |
| 09/02/2014 | | Transfer From: #*****2702 | 11/21/2013 #170 | 9999-000 | \$75,000.00 | | \$274,478.62 |
| 09/15/2014 | 1010 | Beyond IT | 6/2/2014 #198 | 3731-000 | | \$33,564.27 | \$240,914.35 |
| 09/15/2014 | 1011 | Beyond IT | 6/2/2014 #198 | 3732-000 | | \$200.00 | \$240,714.35 |
| 09/30/2014 | | Green Bank | Bank Service Fee | 2600-000 | | \$385.90 | \$240,328.45 |
| 10/01/2014 | (17) | Valve Corp | Account Receivable | 1121-000 | \$1,269.84 | | \$241,598.29 |
| 10/08/2014 | 1012 | George Adams & Co. | Bond Payment | 2300-000 | | \$457.17 | \$241,141.12 |
| 10/29/2014 | (17) | Valve Corp | Account Receivable | 1121-000 | \$1,372.52 | | \$242,513.64 |
| 10/30/2014 | 1013 | Texas State Comptroller | 10/22/2014 #224 | 4800-000 | | \$3,655.00 | \$238,858.64 |
| 10/31/2014 | | Green Bank | Bank Service Fee | 2600-000 | | \$415.04 | \$238,443.60 |
| SUBTOTALS | | | | | \$170,961.67 | \$43,548.44 | |

CASH RECEIPTS AND DISBURSEMENTS RECORD

Case No. 13-32527-H4-7
Case Name: TIMEGATE STUDIOS, INC.
Primary Taxpayer ID #: **_***0456
Co-Debtor Taxpayer ID #:
For Period Beginning: 5/1/2013
For Period Ending: 2/7/2020

Trustee Name: Rodney Tow
Bank Name: Veritex Community Bank
Checking Acct #: *****2701
Account Title: Checking Account
Blanket bond (per case limit): \$89,692,000.00
Separate bond (if applicable):

| 1 | 2 | 3 | 4 | | 5 | 6 | 7 |
|------------------|----------------|-------------------------------|----------------------------|-------------------|------------|-----------------|--------------|
| Transaction Date | Check / Ref. # | Paid to/ Received From | Description of Transaction | Uniform Tran Code | Deposit \$ | Disbursement \$ | Balance |
| 11/28/2014 | | Green Bank | Bank Service Fee | 2600-000 | | \$348.30 | \$238,095.30 |
| 12/31/2014 | | Green Bank | Bank Service Fee | 2600-000 | | \$384.21 | \$237,711.09 |
| 01/30/2015 | | Green Bank | Bank Service Fee | 2600-000 | | \$395.96 | \$237,315.13 |
| 02/27/2015 | | Green Bank | Bank Service Fee | 2600-000 | | \$345.89 | \$236,969.24 |
| 03/31/2015 | | Green Bank | Bank Service Fee | 2600-000 | | \$370.06 | \$236,599.18 |
| 04/30/2015 | | Green Bank | Bank Service Fee | 2600-000 | | \$369.48 | \$236,229.70 |
| 05/29/2015 | | Green Bank | Bank Service Fee | 2600-000 | | \$381.20 | \$235,848.50 |
| 06/30/2015 | | Green Bank | Bank Service Fee | 2600-000 | | \$368.31 | \$235,480.19 |
| 07/27/2015 | 1014 | Beyond IT | 1/7/2015 #250 | * | | \$8,570.56 | \$226,909.63 |
| | | | 1/7/2015 #250 \$(7,475.00) | 3731-000 | | | \$226,909.63 |
| | | | 1/7/2015 #250 \$(1,095.56) | 3732-000 | | | \$226,909.63 |
| 07/31/2015 | | Green Bank | Bank Service Fee | 2600-000 | | \$404.50 | \$226,505.13 |
| 08/06/2015 | 1015 | Beyond IT, Inc. | 6/2/2014 #198 | 3731-000 | | \$446.53 | \$226,058.60 |
| 08/19/2015 | (21) | Arnie & Company, PC | 7/23/2015 #259 | 1241-000 | \$4,500.00 | | \$230,558.60 |
| 08/31/2015 | | Green Bank | Bank Service Fee | 2600-000 | | \$344.97 | \$230,213.63 |
| 09/30/2015 | | Green Bank | Bank Service Fee | 2600-000 | | \$360.20 | \$229,853.43 |
| 10/06/2015 | 1016 | International Sureties | Blanket Bond | 2300-000 | | \$206.02 | \$229,647.41 |
| 10/30/2015 | | Green Bank | Bank Service Fee | 2600-000 | | \$383.62 | \$229,263.79 |
| 11/30/2015 | | Green Bank | Bank Service Fee | 2600-000 | | \$346.88 | \$228,916.91 |
| 12/30/2015 | 1015 | STOP PAYMENT: Beyond IT, Inc. | 6/2/2014 #198 | 3731-004 | | (\$446.53) | \$229,363.44 |
| 12/31/2015 | | Green Bank | Bank Service Fee | 2600-000 | | \$370.12 | \$228,993.32 |
| 01/29/2016 | | Green Bank | Bank Service Fee | 2600-000 | | \$369.52 | \$228,623.80 |
| 02/29/2016 | | Green Bank | Bank Service Fee | 2600-000 | | \$345.12 | \$228,278.68 |
| 03/31/2016 | | Green Bank | Bank Service Fee | 2600-000 | | \$368.37 | \$227,910.31 |
| 04/29/2016 | | Green Bank | Bank Service Fee | 2600-000 | | \$367.77 | \$227,542.54 |
| 05/31/2016 | | Green Bank | Bank Service Fee | 2600-000 | | \$355.34 | \$227,187.20 |
| 06/30/2016 | | Green Bank | Bank Service Fee | 2600-000 | | \$354.78 | \$226,832.42 |
| 07/29/2016 | | Green Bank | Bank Service Fee | 2600-000 | | \$366.03 | \$226,466.39 |
| SUBTOTALS | | | | | \$4,500.00 | \$16,477.21 | |

CASH RECEIPTS AND DISBURSEMENTS RECORD

Case No. 13-32527-H4-7
Case Name: TIMEGATE STUDIOS, INC.
Primary Taxpayer ID #: **_***0456
Co-Debtor Taxpayer ID #:
For Period Beginning: 5/1/2013
For Period Ending: 2/7/2020

Trustee Name: Rodney Tow
Bank Name: Veritex Community Bank
Checking Acct #: *****2701
Account Title: Checking Account
Blanket bond (per case limit): \$89,692,000.00
Separate bond (if applicable):

| 1 | 2 | 3 | 4 | | 5 | 6 | 7 |
|------------------|----------------|---------------------------|----------------------------|-------------------|--------------|-----------------|--------------|
| Transaction Date | Check / Ref. # | Paid to/ Received From | Description of Transaction | Uniform Tran Code | Deposit \$ | Disbursement \$ | Balance |
| 08/01/2016 | (22) | Healix | 8/14/2015 #10 | 1241-000 | \$540,000.00 | | \$766,466.39 |
| 08/01/2016 | (22) | Adel Chaveleh | 8/14/2015 #10 | 1241-000 | \$60,000.00 | | \$826,466.39 |
| 08/31/2016 | | Green Bank | Bank Service Fee | 2600-000 | | \$1,333.66 | \$825,132.73 |
| 09/30/2016 | | Green Bank | Bank Service Fee | 2600-000 | | \$1,374.46 | \$823,758.27 |
| 10/19/2016 | 1017 | Cooper & Scully, PC | 10/14/2016 #296 | 3210-000 | | \$200,000.00 | \$623,758.27 |
| 10/19/2016 | 1018 | Cooper & Scully, PC | 10/14/2016 #296 | 3220-000 | | \$11,201.55 | \$612,556.72 |
| 10/31/2016 | | Green Bank | Bank Service Fee | 2600-000 | | \$1,166.57 | \$611,390.15 |
| 11/22/2016 | 1019 | International Sureties | Bond | 2300-000 | | \$297.97 | \$611,092.18 |
| 11/30/2016 | | Green Bank | Bank Service Fee | 2600-000 | | \$954.77 | \$610,137.41 |
| 12/30/2016 | | Green Bank | Bank Service Fee | 2600-000 | | \$984.63 | \$609,152.78 |
| 01/20/2017 | | Green Bank | Bank Service Fee | 2600-000 | | \$570.76 | \$608,582.02 |
| 01/20/2017 | | Integrity Bank | Transfer Funds | 9999-000 | | \$608,582.02 | \$0.00 |

| | | | |
|----------------------------------|--------------|--------------|--------|
| TOTALS: | \$899,984.54 | \$899,984.54 | \$0.00 |
| Less: Bank transfers/CDs | \$75,000.00 | \$608,582.02 | |
| Subtotal | \$824,984.54 | \$291,402.52 | |
| Less: Payments to debtors | \$0.00 | \$0.00 | |
| Net | \$824,984.54 | \$291,402.52 | |

For the period of 5/1/2013 to 2/7/2020

| | |
|-----------------------------------|--------------|
| Total Compensable Receipts: | \$824,984.54 |
| Total Non-Compensable Receipts: | \$0.00 |
| Total Comp/Non Comp Receipts: | \$824,984.54 |
| Total Internal/Transfer Receipts: | \$75,000.00 |

| | |
|--|--------------|
| Total Compensable Disbursements: | \$286,981.06 |
| Total Non-Compensable Disbursements: | \$4,421.46 |
| Total Comp/Non Comp Disbursements: | \$291,402.52 |
| Total Internal/Transfer Disbursements: | \$608,582.02 |

For the entire history of the account between 05/21/2013 to 2/7/2020

| | |
|-----------------------------------|--------------|
| Total Compensable Receipts: | \$824,984.54 |
| Total Non-Compensable Receipts: | \$0.00 |
| Total Comp/Non Comp Receipts: | \$824,984.54 |
| Total Internal/Transfer Receipts: | \$75,000.00 |

| | |
|--|--------------|
| Total Compensable Disbursements: | \$286,981.06 |
| Total Non-Compensable Disbursements: | \$4,421.46 |
| Total Comp/Non Comp Disbursements: | \$291,402.52 |
| Total Internal/Transfer Disbursements: | \$608,582.02 |

CASH RECEIPTS AND DISBURSEMENTS RECORD

Case No. 13-32527-H4-7
Case Name: TIMEGATE STUDIOS, INC.
Primary Taxpayer ID #: **_***0456
Co-Debtor Taxpayer ID #:
For Period Beginning: 5/1/2013
For Period Ending: 2/7/2020

Trustee Name: Rodney Tow
Bank Name: Veritex Community Bank
Checking Acct #: *****2702
Account Title: Kohan Sale
Blanket bond (per case limit): \$89,692,000.00
Separate bond (if applicable):

| 1 | 2 | 3 | 4 | | 5 | 6 | 7 |
|------------------|----------------|--------------------------------------|----------------------------|-------------------|--------------|-----------------|--------------|
| Transaction Date | Check / Ref. # | Paid to/ Received From | Description of Transaction | Uniform Tran Code | Deposit \$ | Disbursement \$ | Balance |
| 09/02/2014 | (20) | Texas Comptroller of Public Accounts | 11/21/2013 #170 | 1121-000 | \$364,713.19 | | \$364,713.19 |
| 09/02/2014 | | Transfer To: #*****2701 | 11/21/2013 #170 | 9999-000 | | \$75,000.00 | \$289,713.19 |
| 09/30/2014 | | Green Bank | Bank Service Fee | 2600-000 | | \$441.25 | \$289,271.94 |
| 10/31/2014 | | Green Bank | Bank Service Fee | 2600-000 | | \$496.91 | \$288,775.03 |
| 11/28/2014 | | Green Bank | Bank Service Fee | 2600-000 | | \$420.89 | \$288,354.14 |
| 12/31/2014 | | Green Bank | Bank Service Fee | 2600-000 | | \$465.31 | \$287,888.83 |
| 01/30/2015 | | Green Bank | Bank Service Fee | 2600-000 | | \$479.55 | \$287,409.28 |
| 02/27/2015 | | Green Bank | Bank Service Fee | 2600-000 | | \$418.90 | \$286,990.38 |
| 03/31/2015 | | Green Bank | Bank Service Fee | 2600-000 | | \$448.17 | \$286,542.21 |
| 04/30/2015 | | Green Bank | Bank Service Fee | 2600-000 | | \$447.47 | \$286,094.74 |
| 05/29/2015 | | Green Bank | Bank Service Fee | 2600-000 | | \$461.67 | \$285,633.07 |
| 06/30/2015 | | Green Bank | Bank Service Fee | 2600-000 | | \$446.05 | \$285,187.02 |
| 07/31/2015 | | Green Bank | Bank Service Fee | 2600-000 | | \$489.89 | \$284,697.13 |
| 08/31/2015 | | Green Bank | Bank Service Fee | 2600-000 | | \$429.77 | \$284,267.36 |
| 09/30/2015 | | Green Bank | Bank Service Fee | 2600-000 | | \$443.92 | \$283,823.44 |
| 10/30/2015 | | Green Bank | Bank Service Fee | 2600-000 | | \$472.77 | \$283,350.67 |
| 11/30/2015 | | Green Bank | Bank Service Fee | 2600-000 | | \$427.74 | \$282,922.93 |
| 12/31/2015 | | Green Bank | Bank Service Fee | 2600-000 | | \$456.55 | \$282,466.38 |
| 01/29/2016 | | Green Bank | Bank Service Fee | 2600-000 | | \$455.81 | \$282,010.57 |
| 02/29/2016 | | Green Bank | Bank Service Fee | 2600-000 | | \$425.72 | \$281,584.85 |
| 03/31/2016 | | Green Bank | Bank Service Fee | 2600-000 | | \$454.39 | \$281,130.46 |
| 04/29/2016 | | Green Bank | Bank Service Fee | 2600-000 | | \$453.65 | \$280,676.81 |
| 05/31/2016 | | Green Bank | Bank Service Fee | 2600-000 | | \$438.31 | \$280,238.50 |
| 06/30/2016 | | Green Bank | Bank Service Fee | 2600-000 | | \$437.63 | \$279,800.87 |
| 07/29/2016 | | Green Bank | Bank Service Fee | 2600-000 | | \$451.51 | \$279,349.36 |
| 08/31/2016 | | Green Bank | Bank Service Fee | 2600-000 | | \$450.78 | \$278,898.58 |
| 09/30/2016 | | Green Bank | Bank Service Fee | 2600-000 | | \$464.57 | \$278,434.01 |

SUBTOTALS

\$364,713.19

\$86,279.18

CASH RECEIPTS AND DISBURSEMENTS RECORD

Case No. 13-32527-H4-7
Case Name: TIMEGATE STUDIOS, INC.
Primary Taxpayer ID #: **_***0456
Co-Debtor Taxpayer ID #:
For Period Beginning: 5/1/2013
For Period Ending: 2/7/2020

Trustee Name: Rodney Tow
Bank Name: Veritex Community Bank
Checking Acct #: *****2702
Account Title: Kohan Sale
Blanket bond (per case limit): \$89,692,000.00
Separate bond (if applicable):

| 1 | 2 | 3 | 4 | | 5 | 6 | 7 |
|------------------|----------------|---------------------------|----------------------------|-------------------|------------|-----------------|--------------|
| Transaction Date | Check / Ref. # | Paid to/ Received From | Description of Transaction | Uniform Tran Code | Deposit \$ | Disbursement \$ | Balance |
| 10/31/2016 | | Green Bank | Bank Service Fee | 2600-000 | | \$420.32 | \$278,013.69 |
| 11/30/2016 | | Green Bank | Bank Service Fee | 2600-000 | | \$434.15 | \$277,579.54 |
| 12/30/2016 | | Green Bank | Bank Service Fee | 2600-000 | | \$447.92 | \$277,131.62 |
| 01/20/2017 | | Green Bank | Bank Service Fee | 2600-000 | | \$259.66 | \$276,871.96 |
| 01/20/2017 | | Integrity Bank | Transfer Funds | 9999-000 | | \$276,871.96 | \$0.00 |

| | | | |
|---------------------------|--------------|--------------|--------|
| TOTALS: | \$364,713.19 | \$364,713.19 | \$0.00 |
| Less: Bank transfers/CDs | \$0.00 | \$351,871.96 | |
| Subtotal | \$364,713.19 | \$12,841.23 | |
| Less: Payments to debtors | \$0.00 | \$0.00 | |
| Net | \$364,713.19 | \$12,841.23 | |

For the period of 5/1/2013 to 2/7/2020

| | |
|-----------------------------------|--------------|
| Total Compensable Receipts: | \$364,713.19 |
| Total Non-Compensable Receipts: | \$0.00 |
| Total Comp/Non Comp Receipts: | \$364,713.19 |
| Total Internal/Transfer Receipts: | \$0.00 |

| | |
|--|--------------|
| Total Compensable Disbursements: | \$12,841.23 |
| Total Non-Compensable Disbursements: | \$0.00 |
| Total Comp/Non Comp Disbursements: | \$12,841.23 |
| Total Internal/Transfer Disbursements: | \$351,871.96 |

For the entire history of the account between 09/02/2014 to 2/7/2020

| | |
|-----------------------------------|--------------|
| Total Compensable Receipts: | \$364,713.19 |
| Total Non-Compensable Receipts: | \$0.00 |
| Total Comp/Non Comp Receipts: | \$364,713.19 |
| Total Internal/Transfer Receipts: | \$0.00 |

| | |
|--|--------------|
| Total Compensable Disbursements: | \$12,841.23 |
| Total Non-Compensable Disbursements: | \$0.00 |
| Total Comp/Non Comp Disbursements: | \$12,841.23 |
| Total Internal/Transfer Disbursements: | \$351,871.96 |

CASH RECEIPTS AND DISBURSEMENTS RECORD

Case No. 13-32527-H4-7
Case Name: TIMEGATE STUDIOS, INC.
Primary Taxpayer ID #: **_***0456
Co-Debtor Taxpayer ID #:
For Period Beginning: 5/1/2013
For Period Ending: 2/7/2020

Trustee Name: Rodney Tow
Bank Name: Veritex Community Bank
Checking Acct #: *****2702
Account Title: Kohan Sale
Blanket bond (per case limit): \$89,692,000.00
Separate bond (if applicable):

| 1 | 2 | 3 | 4 | | 5 | 6 | 7 |
|---------------------|-------------------|---------------------------|----------------------------|----------------------|---------------|--------------------|---------|
| Transaction Date | Check / Ref. # | Paid to/ Received From | Description of Transaction | Uniform Tran Code | Deposit \$ | Disbursement \$ | Balance |

TOTAL - ALL ACCOUNTS

NET DEPOSITS

NET
DISBURSEACCOUNT
BALANCES

\$1,521,610.97

\$1,521,610.97

\$0.00

For the period of 5/1/2013 to 2/7/2020

Total Compensable Receipts: \$1,521,610.97
Total Non-Compensable Receipts: \$0.00
Total Comp/Non Comp Receipts: \$1,521,610.97
Total Internal/Transfer Receipts: \$1,229,502.92

Total Compensable Disbursements: \$1,517,189.51
Total Non-Compensable Disbursements: \$4,421.46
Total Comp/Non Comp Disbursements: \$1,521,610.97
Total Internal/Transfer Disbursements: \$1,229,502.92

For the entire history of the case between 05/09/2013 to 2/7/2020

Total Compensable Receipts: \$1,521,610.97
Total Non-Compensable Receipts: \$0.00
Total Comp/Non Comp Receipts: \$1,521,610.97
Total Internal/Transfer Receipts: \$1,229,502.92

Total Compensable Disbursements: \$1,517,189.51
Total Non-Compensable Disbursements: \$4,421.46
Total Comp/Non Comp Disbursements: \$1,521,610.97
Total Internal/Transfer Disbursements: \$1,229,502.92

/s/ RODNEY TOW

RODNEY TOW